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Attorneys for Party-in-Interest
Sanei Charlotte Ronson, LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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GMA ACCESSORIES, INC., :
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Plaintiff, :
:
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v. : 07 CV 3219 (LTS)(DCF)
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CHARLOTTE SOLNICKI, CHARLOTTE B, LLC, :
EMINENT, INC., SAKS FIFTH AVENUE, INC., :
INTERMIX, INC., WINK NYC, INC., :
LISA KLINE, INC., GIRLSHOP, INC., :
SHOWROOM SEVEN STUDIOS, INC., :
ELECTRIC WONDERLAND, INC., :
SHOWROOM SEVEN INT'L, :
SHOWROOM SEVEN, JONATHAN SINGER, :
GOSI ENTERPRISES, LTD., LEWIS TIERNEY, :
TIERNEY DIRECT LLC and :
JONATHAN SOLNICKI, :
:
Defendants. :
:
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**DECLARATION OF IRA S. SACKS AND EXHIBITS IN SUPPORT OF MOTION TO
MODIFY INJUNCTION**

Ira S. Sacks, pursuant to 28 U.S.C. § 1746, declares under penalty of perjury as follows:

1. I am partner at the law firm Dreier LLP (the "Dreier Firm"), counsel for non-party Sanei Charlotte Ronson, LLC ("Ronson"). I submit this declaration in support of Ronson's Motion to Modify the Injunction entered into against BOP, LLC ("BOP") on October 18, 2007 in the above-captioned case.

2. On October 18, 2007, BOP made an offer of judgment pursuant to Rule 68 in this case, which was accepted by GMA. As a result, in an order dated October 18, 2007, BOP was permanently enjoined from “using the mark CHARLOTTE or any marks similar to or substantially indistinguishable therefrom, including the mark CHARLOTTE SOLNICKI” (the “Injunction”). Attached hereto as Exhibit A is a true and correct copy of the Injunction.

3. On March 26, 2008, GMA filed an order to show cause against Ronson in this matter seeking to hold Ronson in willful contempt of the Injunction.

4. A report and recommendation on that application was issued by Magistrate Judge Debra C. Freeman on May 29, 2008 (the “Report”).

5. GMA and Ronson are involved in a separate litigation captioned *Sanei Charlotte Ronson v. GMA Accessories*, 07 Civ. 9578 (RS) (DCF) (the “*Sanei Case*”). The reason for the requested modification of the Injunction is GMA and Ronson have reached an executed settlement agreement in the *Sanei Case*. As part of that confidential settlement, GMA and Ronson have expressly agreed that, subject to this Court’s approval, the Injunction shall be modified to permit BOP to sell, purchase, offer for sale, display, transfer, market, advertise and distribute merchandise using the CHARLOTTE RONSON marks going forward. Attached as Exhibit B is a Proposed Modified Injunction.

6. GMA has agreed not to oppose any motion to modify the Injunction.

7. Nothing in the proposed modified injunction disturbs the findings or recommendations contained in the Report.

8. Given the nature of the relief sought, I respectfully submit that no supporting memorandum of law should be required.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 11, 2008
New York, New York

/s/ Ira S. Sacks
Ira S. Sacks